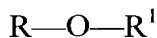


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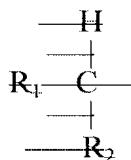
This listing of claims will replace all prior versions, and listings, of claims in the application:

In the Claims:

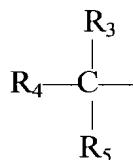
1. (Currently Amended) A retinoid ester having the formula



where R is a retinoyl and R¹ is a highly sterically hindered functional group selected from the group consisting of a first structure having the formula



where R₁ and R₂ which may be the same or different, are each independently selected from the group consisting of a straight chain or branched alkyl group in all isomeric forms having 1 to 20 carbon atoms, and aryl, and a second structure having the formula

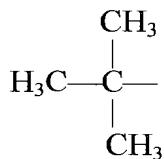


where R₃, R₄ and R₅ which may be the same or different are each independently selected from the group consisting of a straight chain or branched alkyl group in all isomeric forms having 1 to 10 carbon atoms, and an aryl group.

Claim 2 (Canceled)

3. (Original) The retinoid ester of claim 1 wherein R₃, R₄ and R₅ are each independently selected from an alkyl group having 1 to 5 carbon atoms.

4. (Original) The retinoid ester of claim 1 wherein R¹ is a tertiary butyl structure having the formula



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Claims 5-6 (Canceled)

7. (Original) The retinoid ester of claim 1 wherein R is a retinoyl of all-trans-retinoic acid.

8. (Original) The retinoid ester of claim 1 wherein R is a retinoyl of a retinoid selected from the group consisting of

all-trans-retinoic acid;

9-cis-retinoic acid;

11-cis-retinoic acid;

13-cis-retinoic acid;

9,13-di-cis-retinoic acid;

TTNPB;

TTNN;

TTAB;

UAB8;

AM80;

AM580;

AM555S;

AGN 193836;

AGN 190299;

CD 2019;

CD 417;

R_o 48-2249;

R_o 44-4753;

R_o 10-9359;

SR 11254;

BMS 185354;

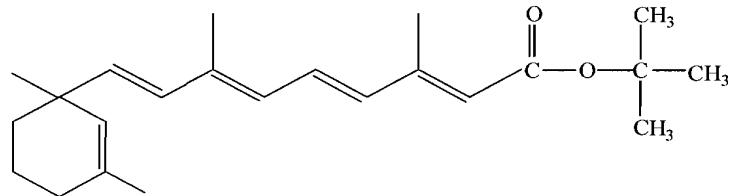
AGN 190299;

CD 437 (AHPN);

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SR 11247;
SR 11217;
SR 11237;
AGN 191701;
LDG 100268;
LDG 100568;
LGD 100754;
R_o 25-7386;
BMS 188970;
SR 11004; and
SR 11203.

9. (Original) A retinoid ester having the formula

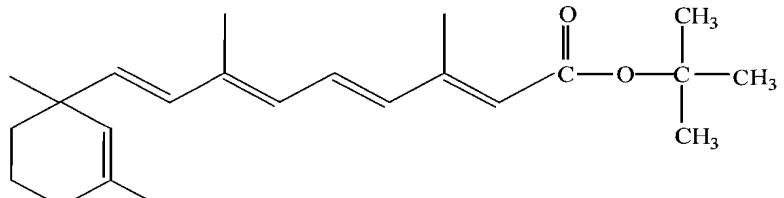


Claims 10-11 (Canceled)

12. (Original) A pharmaceutical composition comprising a retinoid ester as set forth in claim 1 together with a pharmaceutically acceptable excipient.

13. (Original) The composition of claim 12 having from about 0.01mg to about 100mg of said retinoid ester per gram of the composition.

14. (Original) A pharmaceutical composition comprising a retinoid ester having the formula



together with a pharmaceutically acceptable excipient

15. (Original) The composition of claim 14 having from about 0.01mg to about 100mg of said retinoid ester per gram of the composition.

Claims 16-19 (Canceled)

20. (Original) A method of treating a disease characterized by abnormal cell proliferation or cell differentiation comprising administering to a patient with said disease an effective amount of a retinoid ester as set forth in claim 1.

21. (Original) The method of claim 20 wherein the retinoid ester is administered orally, parenterally, transdermally or topically.

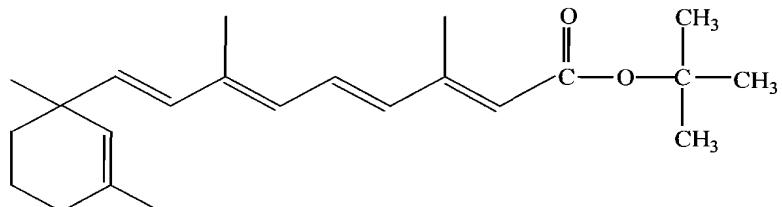
22. (Original) The method of claim 20 wherein the retinoid ester is administered in a dosage of from about 5 mg to about 5 g per day.

23. (Original) The method of claim 20 where the disease is psoriasis.

24. (Original) The method of claim 20 where the disease is cancer selected from the group consisting of skin cancer, leukemia, colon cancer, breast cancer, prostate cancer, ovarian cancer, neuroblastoma, and lung cancer.

25. (Original) The method of claim 20 where the disease is a skin disorder selected from the group consisting of dermatitis, eczema and keratosis.

26. (Original) The method of claim 20 wherein the retinoid ester has the formula



Claims 27-28 (Canceled)

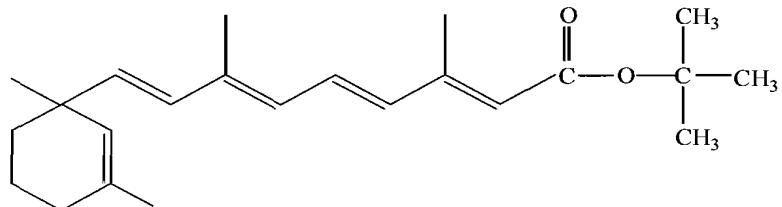
29. (Original) A method of treating acne comprising administering to a patient with acne an effective amount of a retinoid ester as set forth in claim 1.

30. (Original) The method of claim 29 wherein the retinoid ester is administered orally, parenterally, transdermally or topically.

31. (Original) The method of claim 29 wherein the retinoid ester is administered in a dosage of from about 5 mg to about 5 g per day.

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32. (Original) The method of claim 29 wherein the retinoid ester has the formula



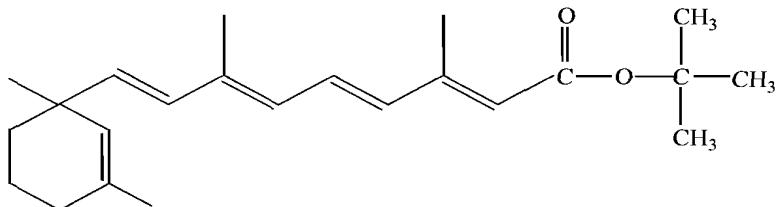
Claims 33-34 (Canceled)

35. (Original) A method of treating skin conditions selected from the group consisting of lack of skin firmness, wrinkles, lack of dermal hydration and insufficient sebum secretion which comprises administering to a patient with one of said skin conditions an effective amount of a retinoid ester as set forth in claim 1.

36. (Original) The method of claim 35 wherein the retinoid ester is administered orally, parenterally, transdermally or topically.

37. (Original) The method of claim 35 wherein the retinoid ester is administered in a dosage of from about 5 mg to about 5 g per day.

38. (Original) The method of claim 35 wherein the retinoid ester has the formula



Claims 39-40 (Canceled)